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CHALLENGES IN ENFORCING BOARD DIVERSITY IN NIGERIAN CORPORATE GOVERNANCE: A LEGAL AND INSTITUTIONAL ANALYSIS

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Abstract

This article examines the persistent challenges associated with the enforcement of board diversity within the framework of corporate governance in Nigeria. While various regulatory instruments, including the Companies and Allied Matters Act 2020, the Nigerian Code of Corporate Governance 2018, and sector-specific guidelines such as those issued by the Central Bank of Nigeria and the Securities and Exchange Commission, recognise the importance of diversity in corporate boards, their effective enforcement remains limited. The article adopts a doctrinal and analytical approach in evaluating the legal and institutional mechanisms designed to promote board diversity and interrogates the extent to which these mechanisms achieve practical compliance. It is argued that the predominance of soft law instruments, coupled with weak regulatory oversight, absence of binding sanctions, and structural challenges within corporate institutions, undermines the effective implementation of board diversity objectives in Nigeria. The article further identifies socio-cultural constraints, corporate resistance, and inadequate monitoring frameworks as significant impediments to enforcement. The study concludes that, although Nigeria has made notable progress in establishing governance frameworks that acknowledge the relevance of board diversity, the absence of robust enforcement mechanisms limits their practical impact. It recommends the adoption of more binding regulatory measures, enhanced institutional coordination, and the strengthening of enforcement capacities to ensure that board diversity evolves from a mere governance aspiration to an enforceable corporate governance standard.

Keywords: Board Diversity, Corporate Governance, Nigeria, Enforcement, Regulatory Framework, Institutional Challenges

1. Introduction

Corporate governance has, in contemporary legal and economic discourse, assumed an increasingly prominent role in shaping the stability, accountability and long-term sustainability of corporate institutions, particularly within emerging markets such as Nigeria. This development is not unconnected with the growing recognition that effective governance structures are indispensable to investor confidence, market integrity and economic growth. Within this broader governance framework, attention has progressively shifted towards the composition of corporate boards, with board diversity emerging as a critical element in strengthening oversight functions and improving the quality of decision-making. In Nigeria, this shift is evident in the gradual incorporation of diversity considerations into corporate governance instruments, reflecting an understanding that heterogeneous boards comprising individuals with varied professional

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backgrounds, experiences and perspectives are better positioned to respond to complex business challenges and evolving stakeholder expectations.[2]

Despite this increasing recognition, however, the practical realisation of board diversity within Nigerian corporate governance remains significantly constrained. While regulatory instruments have acknowledged the importance of diversity, they have largely stopped short of imposing clear, enforceable obligations capable of compelling compliance across corporate entities. The resulting framework is one in which diversity is promoted as a governance ideal, but not rigorously enforced as a legal requirement. This disconnect between regulatory aspiration and corporate practice has given rise to a persistent implementation gap, raising legitimate concerns as to the effectiveness of existing governance structures in delivering substantive outcomes. It is this gap—between recognition and enforcement—that lies at the heart of the present inquiry, and which necessitates a closer examination of the legal and institutional dynamics shaping the enforcement of board diversity in Nigeria.[3]

A closer interrogation of the Nigerian corporate governance landscape reveals that the challenge is not merely regulatory in nature, but is instead rooted in a complex interaction of legal design, institutional capacity and structural realities within corporate organisations. The reliance on principles-based governance codes, the absence of clearly articulated sanctions for non-compliance, and the multiplicity of regulatory bodies with overlapping mandates have collectively weakened enforcement efforts. At the same time, entrenched corporate practices, including concentrated ownership structures and informal appointment processes, continue to operate in ways that limit the practical impact of diversity initiatives. These factors, when considered together, suggest that the enforcement of board diversity cannot be understood solely through the lens of formal regulation, but must also take into account the broader institutional and socio-economic context within which corporate governance operates in Nigeria.[4]

Against this background, this article examines the challenges confronting the enforcement of board diversity in Nigerian corporate governance from a legal and institutional perspective. It argues that while Nigeria has made commendable progress in recognising the importance of board diversity, the absence of a coherent and enforceable framework has significantly undermined its practical effectiveness. The article therefore seeks to identify and analyse the key factors responsible for this enforcement deficit, and to demonstrate that without targeted reforms aimed at strengthening both regulatory mechanisms and institutional capacity, board diversity will continue to exist more as a normative aspiration than a functional governance standard.[5]

2. **Brief Legal Framework**

The legal and institutional framework governing board diversity in Nigeria is not codified within a single, comprehensive legislative instrument, but rather emerges from a layered combination of statutory provisions, regulatory guidelines, and corporate governance codes. At the centre of this

[2] African Development Bank, *Corporate Governance in Africa: Progress and Challenges* (2022) < https://www.afdb.org > Accessed April 10th, 2026.

[3] Organisation for Economic Co-operation and Development, *G20/OECD Principles of Corporate Governance* (2023) < https://www.oecd.org > Accessed April 11th, 2026.

[4] United Nations Conference on Trade and Development, *Review of Corporate Governance Disclosure 2022* < https://unctad.org > Accessed April 15th, 2026.

[5] International Monetary Fund, *Strengthening Governance and Reducing Corruption Vulnerabilities in Sub-Saharan Africa* (2023) < https://www.imf.org > Accessed April 19th, 2026.

framework is the Companies and Allied Matters Act 2020, which establishes the foundational principles regulating the structure, management and oversight of companies in Nigeria. While the Act does not expressly mandate diversity in board composition, its provisions on directors' duties particularly those relating to the exercise of independent judgment, good faith and due care provide an indirect legal basis for promoting a more balanced and effective board. The expectation that directors act in the best interests of the company arguably necessitates the inclusion of individuals with varied skills and perspectives, capable of contributing to informed and objective decision-making. However, the absence of explicit statutory recognition of diversity as a governance requirement highlights a significant gap within the legislative framework, leaving the matter largely to be addressed through subordinate instruments and soft law mechanisms.[6]

In an effort to fill this legislative gap, the Nigerian Code of Corporate Governance 2018 (NCCG) has emerged as the principal instrument guiding board composition and governance practices across corporate entities. Issued by the Financial Reporting Council of Nigeria, the Code adopts a principles-based approach which encourages companies to ensure an appropriate mix of skills, experience, independence and diversity on their boards. The NCCG operates on an "apply and explain" model, requiring companies to disclose how they have applied its principles or explain deviations where applicable. While this framework is intended to promote flexibility and accommodate the diversity of corporate structures, its effectiveness is constrained by its non-binding character. In practice, the absence of mandatory compliance and the lack of rigorous scrutiny of explanations provided by companies have limited its ability to drive substantive changes in board composition. Consequently, while the NCCG represents a significant step towards embedding diversity within governance practices, its reliance on voluntary compliance mechanisms has reduced its overall impact.[7]

The regulatory framework is further supplemented by the Securities and Exchange Commission, which plays a pivotal role in overseeing corporate governance among publicly listed companies. The SEC has issued guidelines and regulatory directives aimed at strengthening governance practices, including those relating to board structure and independence. In recent years, the Commission has reinforced the application of the NCCG by requiring public companies to comply with recognised governance standards as part of their listing and disclosure obligations. This has introduced an additional layer of regulatory oversight, particularly in relation to transparency and reporting. However, despite these efforts, the SEC's approach remains largely disclosure-driven, with limited emphasis on direct enforcement of diversity outcomes. The reliance on disclosure as the primary enforcement tool means that companies are often assessed based on what they report rather than on the substantive composition of their boards, thereby limiting the effectiveness of regulatory intervention in this area.[8]

In contrast to the broader corporate governance framework, sector-specific regulations particularly within the banking industry, demonstrate a more structured and interventionist approach to board composition. The Central Bank of Nigeria's Corporate Governance Guidelines for Commercial, Merchant, Non-Interest and Payment Service Banks 2023 provide detailed provisions on board size, independence, tenure and competence. Although these Guidelines do

[6] Andrew Keay, *The Corporate Objective* (Edward Elgar 2011) 189–195.

[7] Financial Reporting Council of Nigeria, *Nigerian Code of Corporate Governance 2018.*

[8] Joseph A McCahery, Erik P M Vermeulen and Masato Hisatake, 'The Evolution of Corporate Governance in Emerging Markets' (2022) 23 *European Business Organization Law Review* 45.

not impose strict diversity quotas, they emphasise the need for a balanced board with a mix of relevant expertise and experience, thereby indirectly advancing diversity objectives. The CBN's relatively stronger enforcement capacity, coupled with its focus on financial stability, has resulted in a more rigorous application of governance standards within the banking sector. Nevertheless, even within this more regulated environment, diversity remains a secondary consideration, with greater emphasis placed on prudential requirements and risk management. This highlights the uneven nature of governance enforcement across different sectors of the Nigerian economy.[9]

Beyond formal regulatory instruments, the Nigerian Exchange Group (NGX) and other market-based institutions also contribute to the governance framework by promoting best practices among listed companies. Through listing requirements, sustainability guidelines and reporting obligations, the NGX encourages companies to adopt governance standards that align with global expectations, including those relating to board composition and diversity. These market-driven mechanisms, while influential, operate largely through reputational incentives rather than enforceable legal mandates. As such, their effectiveness depends on the responsiveness of companies to investor expectations and market pressures. In the absence of strong regulatory enforcement, these mechanisms alone are insufficient to drive widespread adoption of diversity practices, particularly among privately held companies and entities operating outside the capital market.[10]

Taken together, the Nigerian legal and institutional framework reflects a growing recognition of the importance of board diversity within corporate governance. However, the framework remains characterised by fragmentation, reliance on soft law instruments, and limited enforcement mechanisms. While statutory provisions establish the foundational principles of governance, and regulatory codes provide guidance on best practices, there is a clear absence of a coherent and enforceable structure capable of ensuring consistent implementation of diversity objectives across corporate entities. This gap between regulatory design and practical enforcement forms the basis for the challenges examined in the subsequent section, and underscores the need for a more integrated and robust approach to corporate governance reform in Nigeria.[11]

3. Challenges in Enforcing Board Diversity in Nigerian Corporate Governance

A central and recurring challenge in the enforcement of board diversity within Nigerian corporate governance lies in the structural dependence on soft law mechanisms as the primary regulatory tool. The Nigerian governance framework, particularly through the Nigerian Code of Corporate Governance 2018, adopts a principles-based approach which encourages companies to pursue diversity without imposing mandatory obligations or clearly defined enforcement thresholds. While this model is often justified on the basis that it allows flexibility and accommodates the peculiarities of different corporate entities, its practical effect has been to dilute regulatory authority and weaken compliance outcomes. In reality, companies frequently comply in form rather than in substance, offering broad or generic explanations for non-adherence without undertaking meaningful reforms to board composition. The absence of binding legal provisions specifically mandating diversity whether in terms of gender, expertise, or independence, creates a regulatory environment in which diversity is treated as an optional governance enhancement

[9] Basel Committee on Banking Supervision, *Corporate Governance Principles for Banks* (2023).

[10] Nigerian Exchange Group, *Sustainability Disclosure Guidelines 2023*; KPMG, *Corporate Governance in Nigeria: A Review of Practices* (2022).

[11] OECD, *Corporate Governance in Emerging Markets: Nigeria Report* (2022).

rather than a core requirement. This significantly undermines the transformative potential of diversity within corporate boards and reflects a broader limitation inherent in principles-based regulation when not supported by credible enforcement mechanisms.[12]

Closely intertwined with this is the issue of the absence of clearly articulated sanctions and enforcement triggers within the corporate governance framework. In jurisdictions where board diversity has gained measurable traction, enforcement is often supported by either statutory requirements, mandatory disclosure obligations with consequences, or regulatory oversight that imposes reputational or financial costs for non-compliance. In Nigeria, however, the lack of specific penalties tied to failure to achieve or even meaningfully pursue diversity objectives has rendered enforcement largely ineffective. Regulatory bodies rarely impose sanctions specifically for non-diversity, and where compliance failures are identified, enforcement actions tend to focus on more traditional governance concerns such as financial misreporting or prudential violations. The implication is that diversity remains peripheral within the hierarchy of regulatory priorities, despite its recognised importance. This gap between normative recognition and regulatory enforcement significantly weakens the credibility of governance codes and diminishes their capacity to influence corporate behaviour in a consistent and measurable manner.[13]

Another significant challenge arises from institutional fragmentation and the absence of a coordinated enforcement architecture among regulatory bodies. Corporate governance oversight in Nigeria is distributed across multiple institutions, including the Financial Reporting Council of Nigeria, the Securities and Exchange Commission, the Central Bank of Nigeria, and, in certain contexts, the Nigerian Exchange Group. While each of these institutions plays an important role within its respective domain, the lack of a unified enforcement strategy often leads to inconsistencies in monitoring and compliance. In practice, this fragmentation results in overlapping responsibilities, regulatory gaps, and, at times, conflicting expectations placed on corporate entities. More importantly, there is limited evidence of systematic collaboration in enforcing diversity-related provisions, which further weakens regulatory impact. The absence of a centralised monitoring mechanism or harmonised enforcement standards means that compliance is often left to the discretion of individual regulators, thereby creating uneven outcomes across sectors and industries.[14]

Beyond regulatory design and institutional limitations, the structural characteristics of corporate ownership in Nigeria present a formidable obstacle to the enforcement of board diversity. A substantial proportion of Nigerian companies operate under concentrated ownership structures, where control is vested in a small group of dominant shareholders, family members, or closely aligned individuals. In such settings, board appointments are rarely the product of open, competitive or merit-based processes; rather, they are influenced by considerations of trust, loyalty and control. This entrenched pattern of governance significantly restricts the entry of

[12] Jill Solomon, *Corporate Governance and Accountability* (5th edn, John Wiley & Sons 2020) 67–72.

[13] Morten Huse, *Boards, Governance and Value Creation* (Cambridge University Press 2018) 102–110.

[14] Central Bank of Nigeria, *Financial Stability Report 2022* < https://www.cbn.gov.ng > Accessed 14th April, 2026.

diverse candidates into board positions, regardless of regulatory encouragement. The persistence of these ownership structures effectively neutralises the influence of governance codes, as decision-making power remains concentrated in the hands of a few individuals who may have little incentive to alter existing arrangements. As a result, formal regulatory provisions promoting diversity often fail to translate into actual changes in board composition, highlighting the limits of legal regulation in the face of deeply embedded corporate practices.[15]

In addition to ownership concentration, informal governance practices and networks continue to shape board composition in ways that undermine diversity objectives. The process of appointing directors in many Nigerian companies is frequently characterised by informal consultations, personal affiliations and closed selection processes that exclude broader participation. These practices are often justified on the grounds of trust and familiarity, yet they inadvertently reinforce homogeneity within corporate boards. The absence of transparent nomination procedures and independent oversight mechanisms further exacerbates this problem, as there is little external scrutiny of how board members are selected. This lack of transparency not only limits opportunities for qualified individuals from diverse backgrounds but also weakens accountability within corporate governance structures. In effect, informal governance norms operate as a parallel system that undermines formal regulatory expectations, making it difficult to achieve meaningful diversity through regulatory intervention alone.[16]

Socio-cultural dynamics also play a critical role in shaping the enforcement landscape, particularly in relation to gender diversity and inclusion. Despite increasing awareness of the importance of diversity, societal attitudes towards leadership and authority continue to influence corporate decision-making processes. In many instances, traditional perceptions regarding gender roles and leadership suitability persist, limiting the representation of women and other underrepresented groups within corporate boards. While there have been notable improvements in certain sectors, particularly among multinational corporations and publicly listed companies, these gains are not uniformly reflected across the broader corporate landscape. The absence of targeted regulatory measures, such as mandatory quotas or enforceable diversity benchmarks, further slows progress by leaving change to voluntary initiatives and market forces. Consequently, socio-cultural barriers remain a significant impediment to the effective enforcement of board diversity, reinforcing existing patterns of exclusion within corporate leadership.[17]

A further challenge lies in the limited effectiveness of disclosure-based regulatory mechanisms, which form a cornerstone of Nigeria's corporate governance framework. Disclosure is intended to promote transparency and enable stakeholders to assess the governance practices of companies, including board composition. However, in practice, the quality and depth of disclosures relating to board diversity are often inadequate. Companies may provide minimal or standardised information that fails to offer meaningful insight into the actual composition and functioning of

[15] Adolf A Berle and Gardiner C Means, *The Modern Corporation and Private Property* (Transaction Publishers 1932) 84–89.

[16] Thomas Clarke, *International Corporate Governance: A Comparative Approach* (3rd edn, Routledge 2023) 145–152.

[17] Ruth Sealy and Val Singh, 'Women on Corporate Boards and Their Impact on Governance' (2022) 30 *Corporate Governance: An International Review* 210.

their boards. Moreover, there is limited verification of disclosed information by regulatory authorities, raising concerns about accuracy and reliability. Without robust monitoring and enforcement mechanisms to ensure the integrity of disclosures, the regulatory objective of transparency is significantly weakened. This, in turn, limits the ability of investors and other stakeholders to exert pressure on companies to improve diversity practices, thereby reducing the effectiveness of disclosure as a tool for governance reform.[18]

Finally, the broader issue of regulatory prioritisation presents an additional challenge to the enforcement of board diversity in Nigeria. In a regulatory environment where attention is often focused on financial stability, prudential regulation and macroeconomic concerns, governance issues such as board diversity may receive comparatively less emphasis. This is particularly evident in sectors such as banking, where regulatory intervention is largely driven by risk management considerations rather than qualitative governance factors. While this focus is understandable given the systemic importance of financial institutions, it has the unintended consequence of relegating diversity to a secondary concern. As a result, enforcement efforts are often directed towards areas perceived as more immediately critical, leaving diversity initiatives underdeveloped and inconsistently applied. This imbalance in regulatory focus further contributes to the persistence of weak enforcement and highlights the need for a more integrated approach to corporate governance that recognises diversity as an essential component of effective oversight rather than an ancillary consideration.[19]

4. Implications for Corporate Governance

The challenges associated with the enforcement of board diversity have far-reaching implications for the effectiveness of corporate governance in Nigeria, particularly in relation to the quality of board oversight and the integrity of decision-making processes. At its core, corporate governance is designed to ensure that boards function as independent and competent bodies capable of providing strategic direction while exercising effective supervision over management. However, where board composition remains largely homogeneous, the ability of directors to discharge these responsibilities is significantly diminished. Homogeneity within boards often leads to a narrowing of perspectives, thereby reducing the scope for critical evaluation of management proposals and increasing the likelihood of consensus-driven decision-making without adequate scrutiny. In such circumstances, the board risks becoming a passive body rather than an active oversight mechanism, which in turn weakens internal governance structures and exposes companies to strategic and operational risks that might otherwise have been mitigated through more diverse and robust deliberation.[20]

In addition to its impact on internal board dynamics, weak enforcement of board diversity has important implications for the broader accountability framework within corporate institutions. Effective corporate governance relies not only on formal rules and structures but also on the existence of mechanisms that promote transparency and hold decision-makers accountable for their actions. Where diversity standards are not meaningfully enforced, it creates a perception that

[18] Financial Reporting Council of Nigeria, *Annual Report 2022* < https://www.frc.gov.ng > Accessed April 18th, 2026.

[19] Basel Committee on Banking Supervision, *Guidelines on Corporate Governance Principles for Banks* (2023) < https://www.bis.org > Accessed April 16th, 2026.

[20] Harvard Law School Forum on Corporate Governance, *Board Diversity and Decision-Making Effectiveness* (2022) < https://corpgov.law.harvard.edu > accessed 15 April, 2026.

governance rules are selectively applied, thereby undermining the credibility of regulatory frameworks. This has a direct bearing on the quality of corporate disclosures, as companies may approach reporting obligations with a compliance-oriented mindset rather than a commitment to genuine transparency. The consequence is that disclosures relating to board composition and governance practices may lack depth, accuracy or sincerity, making it difficult for stakeholders to assess the true state of corporate governance within an organisation. Over time, this erosion of transparency can weaken trust between companies and their stakeholders, including shareholders, regulators and the investing public.[21]

Furthermore, the limited enforcement of board diversity has significant implications for investor confidence and the attractiveness of Nigeria's corporate environment to both domestic and international investors. In recent years, there has been a marked shift in investor priorities, with increasing emphasis placed on environmental, social and governance (ESG) considerations as part of investment decision-making processes. Board diversity is widely regarded as a key component of the governance pillar within ESG frameworks, serving as an indicator of a company's commitment to inclusivity, accountability and forward-looking leadership. Where diversity is poorly implemented or weakly enforced, it raises concerns about the overall strength of governance practices and may signal deeper institutional weaknesses. For foreign investors in particular, who often benchmark governance standards against international best practices, such deficiencies can reduce the perceived reliability of Nigerian companies and increase the risk premium associated with investing in the jurisdiction. The implication, therefore, is that weak enforcement of diversity not only affects individual firms but also has the potential to impact capital inflows and market competitiveness at a systemic level.[22]

The implications also extend to the effectiveness of risk management and strategic planning within corporate organisations. Diverse boards are generally better equipped to identify and respond to a wider range of risks, including those arising from changing market conditions, regulatory developments and stakeholder expectations. The presence of individuals with varied professional backgrounds and experiences enhances the board's capacity to engage in comprehensive risk assessment and to develop strategies that are responsive to complex and evolving business environments. Conversely, the absence of diversity can result in blind spots within the board's decision-making processes, as similar perspectives and experiences may lead to the underestimation or oversight of critical risks. In the Nigerian context, where companies often operate within a dynamic and sometimes unpredictable economic environment, the need for effective risk governance is particularly pronounced. Weak enforcement of board diversity therefore has the unintended consequence of limiting the resilience of corporate organisations and reducing their ability to navigate uncertainty effectively.[23]

Another important implication relates to the legitimacy and effectiveness of ongoing corporate governance reforms in Nigeria. Over the past decade, significant efforts have been made to strengthen governance standards through the introduction of new codes, guidelines and regulatory initiatives. However, the success of these reforms ultimately depends on their implementation and

[21] Financial Stability Board, *Enhancing Corporate Governance: Lessons from Emerging Markets* (2023) < https://www.fsb.org > accessed 16 April, 2026.

[22] Morgan Stanley Capital International (MSCI), *ESG and Corporate Governance Trends in Emerging Markets* (2023) < https://www.msci.com > Accessed 14 April, 2026.

[23] Institute of Risk Management, *Risk Governance and Board Composition* (2022) < https://www.theirm.org > accessed 4th April, 2026.

enforcement. Where key aspects of governance, such as board diversity, are not effectively enforced, it creates a disconnect between policy formulation and practical outcomes. This, in turn, can lead to scepticism regarding the sincerity and effectiveness of reform efforts, both within the corporate sector and among external stakeholders. In the absence of tangible improvements, governance reforms risk being perceived as symbolic rather than substantive, thereby undermining their intended impact. The implication is that weak enforcement does not merely affect a single aspect of governance but has the potential to erode confidence in the entire governance reform agenda.[24]

In a broader sense, the failure to effectively enforce board diversity also has socio-economic implications, particularly in relation to inclusion and equitable representation within corporate leadership structures. Corporate boards play a significant role in shaping economic outcomes, influencing decisions that affect employment, investment and resource allocation. Where access to these decision-making platforms is limited to a narrow segment of society, it perpetuates existing inequalities and restricts opportunities for broader participation in economic governance. In Nigeria, where issues of representation and inclusion remain salient, the promotion of board diversity has the potential to contribute to more inclusive economic development. However, without effective enforcement mechanisms, this potential remains largely unrealised. The implication, therefore, is that board diversity is not merely a corporate governance issue, but also a matter with wider societal relevance, touching on questions of fairness, representation and social justice within the corporate sphere.[25]

5. Conclusion

The foregoing analysis has demonstrated that while the Nigerian corporate governance framework has increasingly recognised the importance of board diversity, its effective enforcement remains significantly constrained by a combination of legal, institutional and structural challenges. The reliance on principles-based governance codes, though useful in promoting flexibility, has resulted in a regulatory environment where compliance is largely discretionary and insufficiently monitored. This is further compounded by institutional fragmentation among regulatory bodies, limited enforcement capacity, and deeply entrenched corporate practices that prioritise familiarity and control over inclusivity and merit-based appointments. Consequently, board diversity in Nigeria continues to exist more as a governance aspiration than as a consistently applied standard capable of influencing corporate behaviour in any meaningful way.[26]

To address these shortcomings, there is a clear need for a more deliberate and structured approach to enforcement, beginning with the introduction of clearer regulatory expectations and, where appropriate, binding obligations that go beyond general principles. Regulatory bodies should consider the development of more specific guidelines on board composition, including measurable diversity targets or enhanced disclosure requirements that allow for meaningful evaluation of compliance. In addition, there must be greater coordination among key regulatory institutions to ensure consistency in monitoring and enforcement across sectors, supported by

[24] African Corporate Governance Network, *Corporate Governance Reforms in Africa: Progress and Challenges* (2023) < https://www.africacgn.org > accessed 19th April, 2026.

[25] United Nations Economic Commission for Africa, *Economic Inclusion and Corporate Leadership in Africa* (2022) < https://www.uneca.org > Accessed 4th April, 2026.

[26] United Nations Development Programme, *Governance for Sustainable Development in Africa* (2022) < https://www.undp.org > Accessed 4th April, 2026.

improved technical capacity and more proactive supervisory practices. The effectiveness of disclosure mechanisms must also be strengthened through independent verification processes and the imposition of consequences for inaccurate or inadequate reporting.

Equally important is the need to address the structural and cultural factors that continue to limit the practical realisation of board diversity within corporate organisations. This may be achieved through initiatives aimed at broadening the pool of qualified candidates, promoting professional development, and encouraging more transparent and merit-based board appointment processes. Ultimately, the success of board diversity reforms in Nigeria will depend not only on the existence of regulatory frameworks, but on the willingness of both regulators and corporate actors to engage with these frameworks in a manner that prioritises accountability, inclusivity and long-term governance effectiveness. Without such a shift, the gap between regulatory intent and corporate practice is likely to persist, thereby undermining the broader objectives of corporate governance reform in Nigeria.[27]

[27] African Securities Exchanges Association, *Corporate Governance and Sustainability in African Capital Markets* (2023) < https://www.asea.africa > Accessed 10th April, 2026.